

June 4, 2013

The Greenbrier Companies, Inc.

One Centerpointe Drive Suite 200 Lake Oswego Oregon 97035 503 684 7000 Fax 503 684 7553

RECORDERION NO. 30 759 PLOT

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VIA FEDERAL EXPRESS

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C 20423

Dear Section Chief

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 are two (2) originals and three (3) photocopies of a Memorandum of Rider No. 6 dated as of December 1, 2012, to Lease Agreement dated as of March 1, 2000 (as amended and restated as of December 1, 2012), a primary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177. Also enclosed is check number CHK256407 for \$42 payable to the order of the Surface Transportation Board covering the required recordation fee

The names and addresses of the parties to the enclosed document are:

Lessor: Greenbrier Leasing Company LLC

One Centerpointe Drive, Suite 200

Lake Oswego, OR 97035

Lessee: Ouebec Gatineau Railway Inc.

9001 Boul. L'Acadie, Bureau 600 Montreal, Quebec H4N-3115

CANADA

A description of the railroad equipment covered by the enclosed document is:

Sixty-nine (69) centerpartition railcars (twenty-nine (29) drop deck bearing reporting marks and numbers AOK 20003, AOK 21970-21972, inclusive and AOK 21974-21998, inclusive, and forty (40) riserless bearing reporting marks and numbers from the range AOK 27600 through 27664 specified in the certificate of acceptance)

Please return stamped copies of the enclosed document not needed for your files to the undersigned.

Section Chief
Surface Transportation Board
June 9, 2013
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A short summary of the enclosed document to appear in the Board's Index is:

Memorandum of Lease Rider No. 6.

If you have any questions, please do not hesitate to call.

Sincerely,

Summer Blasquez

Paralegal

SCB·ms Enclosure

cc. Edward M. Luria, Esq.

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MEMORANDUM OF LEASE

RIDER NO. 6

SURFACE TRANSFORTATION BOARD

This is a Memorandum of Rider No. 6 dated as of December 1, 2012 to a Lease Agreement made and entered into as of March 1, 2000 and amended and restated as of December 1, 2012, by and between Greenbrier Leasing Company LLC, an Oregon limited liability company, as successor-in-interest to Greenbrier Leasing Corporation ("Lessor"), and Ouebec Gatineau Railway Inc., a Ouebec corporation ("Lessee")

WITNESSETH:

- Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor sixty-nine (69) used seventy-three foot (73') centerpartition railcars (twenty-nine (29) drop deck bearing reporting marks and numbers AOK 20003, AOK 21970-21972, inclusive and AOK 21974-21998, inclusive, and forty (40) riserless bearing reporting marks and numbers from the range AOK 27600 through 27664 specified in the certificate of acceptance to be executed by Lessee).
- 2. Rider No 6 to the Lease Agreement will be effective as of the date first set forth hereinabove and will remain in effect through the lease term, as described in the Lease Agreement and Rider No 6, as each may be amended from time to time.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed by their respective officers as of the date and year first above written.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Manager and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

GREENBRIER LEASING COMPANY LLC

| BY | | |
|----------|-----------|--|
| NAME | JIM SHAPP | |
| TITLE: _ | President | |

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee I further declare under penalty of perjury that the foregoing is true and correct

QUEBEĆ GATINEAU RAILWAY INC.

NAME Mario Brault

TITLE: President

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